



BURLINGTON NORTHERN RAILROAD

LAW DEPARTMENT

3800 Continental Plaza
777 Main Street
Ft. Worth, TX 76102

(817) 878-2385
Docket No. BN 13067

FEDERAL EXPRESS

June 15, 1993

RECORDATION NO. 12644 FILED 1426

JUN 23 1993 9:45 AM

INTERSTATE COMMERCE COMMISSION

Ms. Mildred R. Lee, Recordations
Interstate Commerce Commission
Room 2303
Twelfth and Constitution Ave., N.W.
Washington, D.C. 20423

Re: Document for Recordation: Statement of New Road
Numbers Dated June 10, 1993

Dear Ms. Lee:

I am enclosing an original and one verified copy of the document described below to be recorded pursuant to Section 11303, Title 49 of the United States Code.

This document is a Statement of New Road Numbers, a secondary document, dated June 10, 1993. The primary document to which this is connected was recorded under Recordation No. 12644 on December 23, 1980.

The names and addresses of the parties to the transaction are:

Trustee: First Trust N.A.
180 East Fifth Street, 2nd Floor
St. Paul, Minnesota 55101

Lessee: Burlington Northern Railroad Company
3800 Continental Plaza
777 Main Street
Fort Worth, Texas 76102

A general description of the equipment covered by the enclosed Statement of New Road Numbers is shown on Exhibit A of said document.

Ms. Mildred R. Lee
June 15, 1993
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A fee of \$16.00 is enclosed. Please return to the undersigned the original and any extra copies not needed by the Commission for recordation.

A short summary of the document to appear in the index follows:

Statement of New Road Numbers dated June 10, 1993, to reflect change in numbers with respect to the equipment described on Exhibit A of said document (amendment to ICC Recordation No. 12644, recorded on December 23, 1980).

Very truly yours,

A handwritten signature in cursive script, reading "Rebecca R. Martin".

Rebecca R. Martin
Legal Assistant

Enclosures

VERIFICATION

RECORDATION NO. 12644 FILED 1428

JUN 23 1993 9:45 AM


STATE OF TEXAS)
)
COUNTY OF TARRANT) ss.

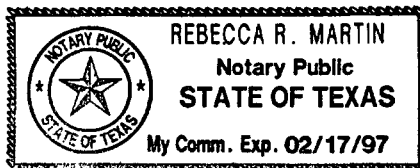
INTERSTATE COMMERCE COMMISSION

Francis T. Kelly, Securities and Finance Counsel,
Burlington Northern Railroad Company, being duly sworn,
deposes and states that he has compared the attached copy
with the original document and has found the copy to be
complete and identical in all respects to the original
document.


Francis T. Kelly

Subscribed and sworn to before me
this 25th day of June, 1993.


Notary Public in and for the
State of Texas



RECORDATION NO. 12644-11
FILED 1993

JUN 23 1993 9:45 AM

INTERSTATE COMMERCE COMMISSION

BURLINGTON NORTHERN INC.
EQUIPMENT TRUST OF 1981, SERIES 1

Dated January 1, 1981

By and Between

FIRST TRUST COMPANY OF ST. PAUL
(now FIRST TRUST N.A.), Trustee

and

BURLINGTON NORTHERN INC.
(now BURLINGTON NORTHERN RAILROAD COMPANY)

STATEMENT OF NEW ROAD NUMBERS

Pursuant to Section 4.06 of the above-referenced Agreement, notice is hereby given that the original road numbers of the subject equipment have been changed to the new numbers as set forth on the attached Exhibit A.

DATED: June 10, 1993

BURLINGTON NORTHERN RAILROAD COMPANY

William J. Krasky

William J. Krasky
Manager, UMLER Files

ATTEST:

Victoria H. Vasquez
Assistant Secretary

Previous BN Number

New BN Number

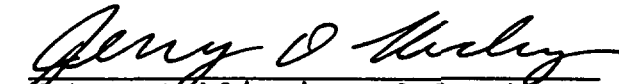
CABOOSE (2 Total)

BN 12394
BN 12409

BN 12599
BN 12593

STATE OF KANSAS)
)
COUNTY OF JOHNSON) ss.

On this 10th day of June, 1993, before me personally appeared William J. Krasky, to me personally known, who, being by me duly sworn, says that he is Manager, UMLER Files, of Burlington Northern Railroad Company, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.


Notary Public in and for the
State of Kansas

